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Seamless Green China (Holdings) Limited

無縫綠色中國(集團)有限公司

(Incorporated in the Cayman Islands and re-domiciled and continued in Bermuda with limited liability)

(Stock Code: 8150)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the members of Seamless Green China (Holdings) Limited (the “Company”) will be held at Unit 1906-07, 19/F, Cosco Tower, 183 Queen’s Road Central, Hong Kong on Tuesday, 20 September 2011 at 10:00 a.m. for the following purposes:

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT** Mr. Lam Ping Cheung Andrew be and is hereby removed as an executive director of the Company with immediate effect.”

By Order of the Board of
Seamless Green China (Holdings) Limited
Chan Chung Keung Jackson
Director

Hong Kong, 1 September 2011

As at the date of this notice, the Board comprises:

- (1) Mr. Chan Chung Keung Jackson, as an Executive Director;
- (2) Ms. Chan Yim Kum, as an Executive Director;
- (3) Mr. Nee, Henry Pei Ching, as an Executive Director;
- (4) Mr. Lam Ping Cheung Andrew, as an Executive Director;
- (5) Mr. Tsui Siu Hung, as an Independent Non-executive Director;
- (6) Mr. Lee Tao Wai, as an Independent Non-executive Director; and
- (7) Mr. Ng Kai Shing, as an Independent Non-executive Director.

Head office and principal place of business:

Unit 1906-07, 19th Floor,
Cosco Tower
183 Queen's Road Central
Hong Kong

Notes:

1. A member who is entitled to attend and vote at the meeting convened by the above notice and is the holder of two or more shares of the Company may appoint one or more proxy to attend and, subject to the provisions of the Bye-laws, vote in his stead. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. To be valid, the form of proxy together with any power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the offices of the branch share registrar of the Company in Hong Kong, Tricor Abacus Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong for registration by not less than 48 hours before the time appointed for holding the above meeting or any adjournment thereof.
3. Delivery of an instrument appointing a proxy will not preclude a member from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint registered holder(s). For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

This announcement, for which the Directors of the Company (other than Mr. Lam Ping Cheung Andrew (“Mr. Lam”), who controls Equity Reward Limited (the “Offeror”)) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors (other than Mr. Lam, who controls the Offeror), having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

The Directors (other than Mr. Lam, who controls the Offeror) jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any such statement contained in this announcement misleading.

This announcement will remain on the “Latest Company Announcement” page of the GEM website at www.hkgem.com for at least 7 days from the date of this posting and on the website of the Company at <http://www.victoryhousefp.com/lchp/8150.html>